

RECORDATION NO. 7688 ^A File

DEC 10 1974 - 10 15 AM

AMENDMENT to Lease Agreement made this 25th day
of November, 1974 by

TRACK TWO COMPANY

(hereunder called "Lessor"), and

PICKENS RAILROAD COMPANY

A South Carolina Corporation

(hereunder called "Lessee").

WITNESSETH

The Parties hereto agree that that certain Lease
between the Parties dated October 1, 1974, recorded October 21,
1974 with The Interstate Commerce Commission under Recordation
No. 7688 shall be amended in Paragraph 1 to read as follows:

1. Lease of Cars. Lessor agrees to lease to Lessee
and Lessee agrees to and does hereby lease from Lessor 10
fifty foot, seventy ton freight cars. The cars covered by this
Lease are those which shall be delivered to and accepted by
Lessee pursuant to Paragraph 3 hereof. The cars shall be assigned
Road Numbers PICK 55118 through PICK 55127, inclusive.

IN WITNESS WHEREOF, Lessor and Lessee have duly
executed this Amendment as of the day and year first above written.

ATTEST:

C. Allen Clark
Assistant Secretary

TRACK TWO COMPANY

By: STERLING CAPITAL, LTD.
General Partner

By: *John M. Sterling, Jr.*
President

(LESSOR)

ATTEST:

John A. Grier
Secretary

PICKENS RAILROAD COMPANY,
a South Carolina Corporation

By: *O. Manroe*
President

(LESSEE)

Counterpart
Michael E. Ray

STATE OF SOUTH CAROLINA)

COUNTY OF GREENVILLE)

On this 25th day of November, 1974, before me personally appeared John M. Sterling, Jr., to me personally known, who, being by me duly sworn, says that he is the President of Sterling Capital, Ltd., General Partner of Track Two Company, the Owner of the railroad cars described in the foregoing instrument, and C. T. Wyche, to me personally known to be the Secretary of Sterling Capital, Ltd.; that the seal affixed to the foregoing instrument is the corporate seal of said corporation; that said instrument was signed and sealed on behalf of said Corporation as General Partner of Track Two Company by authority of its Board of Directors and they acknowledged that the execution of the foregoing instrument was its free act and deed.

Elizabeth B. Wood (L.S.)
Notary Public for South Carolina

My Commission Expires: 5/6/81.

STATE OF SOUTH CAROLINA)
COUNTY OF GREENVILLE)

On this 30th day of November, 1974, before me personally appeared Orville G. Monroe, to me personally known, who, being by me duly sworn, says that he is President of Pickens Railroad Company, and John A. Muir to me personally known to be the Secretary of said corporation; that the seal affixed to the foregoing instrument is the corporate seal of said corporation; that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Lee M. Alward (L.S.)
Notary Public for South Carolina
Notary Public, South Carolina State at Large
My Commission Expires: My Commission Expires Mar. 21, 1982